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15 Attorneys for Defendant  
16 GAP INC.

17 UNITED STATES DISTRICT COURT  
18 NORTHERN DISTRICT OF CALIFORNIA  
19 SAN FRANCISCO DIVISION

20 15 JOEL RUIZ, On Behalf of Himself and All Others  
21 Similarly Situated,

22 16 Plaintiff,

23 17 v.

24 18 GAP, INC., and VANGENT, INC.,

25 19 Defendants.

26 Case No. C 07-5739 SC

27 **DECLARATION OF WILLIAM L.  
28 STERN IN SUPPORT OF GAP,  
INC.'S MOTION FOR SUMMARY  
JUDGMENT OR, IN THE  
ALTERNATIVE, SUMMARY  
ADJUDICATION**

29 Date: March 20, 2009  
30 Time: 10:00 a.m.  
31 Room: Courtroom 1, 17th Floor  
32 Judge: Hon. Samuel Conti

33 Complaint filed: November 13, 2007

34 I, William L. Stern, declare as follows:

35 1. I am a partner in the law firm of Morrison & Foerster, LLP, attorneys for  
36 defendant GAP Inc. The facts contained in this declaration are personally known to me in that  
37 capacity.

1       2. Attached as Exhibit A are true and correct copies of pages 10-11, 22-23, 25, 32,  
2 37-39, 52-62, 68-69, 73, 81, 88, 113, 116-119, and 125-126 to the deposition of Joel Ruiz. I  
3 attended that deposition and, to the best of my recollection, the questions asked and the answers  
4 given as shown in Exhibit A are an accurate account of the proceedings.

5       3. Attached as Exhibit B are true and correct copies of pages 87-89, 95-96, and 125-  
6 126 to the deposition of GAP's Keith White. I attended that deposition and, to the best of my  
7 recollection, the questions asked and the answers given as shown in Exhibit B are an accurate  
8 account of the proceedings.

9       4. Attached as Exhibit C is a true and correct copy of the notification letter that Mr.  
10 Ruiz testified in deposition he received from GAP. Exhibit C was marked as deposition exhibit 2  
11 to Mr. Ruiz's deposition, and he authenticated it at page 25, which page is found as part of  
12 Exhibit A hereto.

13       5. Attached as Exhibit D is a true and correct copy of Plaintiff's Objections and  
14 Responses to Def. GAP Inc.'s First Set of Interrogatories, which this office received in the  
15 ordinary course of business on June 9, 2008.

16       6. Attached as Exhibit E is a true and correct copy of page 240 to the deposition of  
17 Vangent's Andre Allen.

18       7. Attached as Exhibit F are true and correct copies of pages 70-71 to the deposition  
19 of GAP's Mark Witkower. I attended that deposition and, to the best of my recollection, the  
20 questions asked and the answers given as shown in Exhibit F are an accurate account of the  
21 proceedings.

22       8. Plaintiff Ruiz has taken extensive discovery in this case. He propounded  
23 interrogatories and requests for admission, to which GAP responded. GAP produced 15,331  
24 pages of discovery. Ruiz took three depositions of GAP officials (Keith White, Bill Chandler,  
25 and Mark Witkower), and has taken substantial discovery from Vangent. Before amending to add  
26 Vangent, Ruiz served a subpoena *duces tecum* on Vangent. Vangent produced about 15,000  
27 pages of documents. In September 2008, Ruiz took two day-long depositions of Vangent  
28 employees.

1 I declare under penalty of perjury that the foregoing is true and correct and that I am  
2 competent to testify to the facts contained in this declaration if called as a witness.

3 Executed on February 11, 2009, in New York, New York.

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5 /s/ William L. Stern

6 William L. Stern

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